

EXHIBIT D

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	Chapter 11
In re	:	
	:	Case No. 22-10943 (MEW)
VOYAGER DIGITAL HOLDINGS, INC., et al.,	:	
	:	(Jointly Administered)
Debtors.¹	:	
	:	Re: Docket No. 690
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ORDER GRANTING CROSS-MOTION TO LIFT STAY

Upon the motion (the “Motion”) of Metropolitan Commercial Bank (“MC Bank”) for entry of an order, pursuant to section 362(d)(1) of the Bankruptcy Code, lifting the stay to permit MC Bank to offset legal fees owed to it against funds on deposit at MC Bank in the Debtors’ accounts; and the Court having jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334(a) and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, entered February 1, 2012; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(a); and venue being proper pursuant to 28 U.S.C. § 1409(a); and the Court having authority to enter a final order with respect to the Motion consistent with Article III of the United States Constitution; and adequate notice of the Motion having been given; and it appearing that no other notice need be give; and upon the record of all proceedings before the Court; and after due deliberation and good and sufficient cause appearing therefor, it is hereby **ORDERED, ADJUDGED AND DECREED THAT:**

1. The Motion is hereby granted.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Debtors’ principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003.

2. The automatic stay is hereby lifted solely to permit MC Bank to offset legal fees owed to it in the amount of \$1,541,000 against funds on deposit in Voyager's primary operating account.

3. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____
New York, New York

THE HONORABLE MICHAEL E. WILES
UNITED STATES BANKRUPTCY JUDGE